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INTEROFFICE COMMUNICATION

TO OFFICE FROM BOSTON OFFICE

FOR MEMORANDUM FOR THE FILES FROM KENT W. DAVENPORT

DATE MAY 6, 1985 JOB OR ACCOUNT NO.

Specific Filing Instructions

Also Check or Write Company or Other Filing Name

Acknowledgment Copy Return

By

SUBJECT ASTROLINE COMMUNICATIONS COMPANY - PROFIT/LOSS SHARING RATIOS

The currently proposed profit/loss sharing ratio between the general and limited partners of Astroline Communications Company is 30% to the generals and 70% to the limiteds. For various business reasons, it is now being considered to make the following changes to the profit/loss sharing ratios:

1. Initial losses will be allocated between the general and limited partners on a respective 5/95% sharing ratio.

2. Subsequent profits, to the extent of prior cumulative losses, will also be allocated between the general and limited partners on a respective 5/95% sharing ratio.

3. At the point that the allocated profits pursuant to step No. 2 above equal the allocated losses pursuant to step No. 1 above, all future profits and losses will be allocated between the general and limited partners on a respective 30/70% sharing ratio.

Attached is a very simple illustration which compares the current allocation method to the new method being proposed. The amounts used in the illustration have been chosen for simplicity and do not attempt to represent actual profits or losses projected for the partnership. Also for simplicity's sake, no allocations have been made within either the general or limited partner group. To the extent there are special allocations to be made within such partnership groups, these details would have to be addressed separately. However, there appears to be no reason why such special allocations could not be made consistent with either of the overall approaches being used in the illustration.

In Group A on the attached schedule, certain assumptions are being made relating to the profits and losses for the five years being used in the example. In Group B, these profit and loss amounts are being allocated on the current 30/70% approach. Group C illustrates the profits and losses being allocated on the new proposed 5/95% method which reverts to a 30/70% method upon the partnership's reaching its "break-even" point.

The most important points to be noted in the comparison are:

1. Although Group C allocates a greater portion of the early losses to the limited partners, once the partnership reaches the breakeven point, those additional early losses will have been offset by an equal amount of additional profits allocated to the limited partners.

2. To state it from the general partners' position, while the general partners will be allocated less deductible losses during the earlier years, less taxable income will have to be allocated to them to return them to their initial capital position.

3. At the breakeven point in year 4, all partners will have been allocated equal net cumulative profits and losses under both Group B and Group C.

4. After the general and limited partners have been allocated profits equal to allocated losses, they will share in all future profits and losses on the original 30/70% basis.

5. Once the partnership reaches the breakeven point, the general and limited partners' net cumulative income which will have been allocated to them and their respective capital accounts will be the same under both methods being compared.

Although in my example I assume that the partnership reached the breakeven point at the end of a specific year, this assumption is probably unrealistic. Under the proposed method, if the breakeven point were to occur during a year, the pre-breakeven profits would be allocated under the 5/95% method and the post-breakeven profits would be allocated under the 30/70% method.

KENT W. DAVENPORT

AW

PLAINTIFF'S EXHIBIT NO. 8 FOR IDENTIFICATION
DATE 1/19/94

ARTHUR ANDERSEN & Co.

ONE INTERNATIONAL PLACE
100 OLIVER STREET
BOSTON, MASSACHUSETTS 02110
(617) 330-4000

May 5, 1987

Mr. Fred J. Boling, Jr.
President
Astroline Company
231 John Street
Reading, Massachusetts 01867

Dear Fred:

Enclosed is a final draft of the financial statements resulting from our examination of the Partnership's financial statements for the year ended December 31, 1986. These financial statements include changes suggested by Carter Bacon and Bill Lance. I have forwarded a copy to Rich in Hartford for his review also.

Please review footnote #6 to ensure that is is consistent with your understanding of the current situation. The only open item is the general representation letter which has been forwarded to Rich for his signature and then for your signature under separate cover.

Very truly yours,

ARTHUR ANDERSEN & CO.

By George
George R. Neble

PJG

Enclosure

Copies with enclosure to: ✓Carter Bacon, Esquire
Peabody and Brown

Mr. Richard Ramirez, General Manager
Astroline Communications

RC 006642

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PB 004746

FOR [illegible]

ASTROLINE COMMUNICATIONS COMPANY LIMITED PARTNERSHIP

FINANCIAL STATEMENTS AS OF DECEMBER 31, 1986 AND 1985

TOGETHER WITH AUDITORS' REPORT

RC 006643

PB 004747

F[illegible]
FOR D[illegible] ONLY

To the Partners of

Astroline Communications Company Limited Partnership:

We have examined the balance sheets of ASTROLINE COMMUNICATIONS COMPANY LIMITED PARTNERSHIP (a Massachusetts limited partnership) as of December 31, 1986 and 1985 and the related statements of operations, changes in financial position and changes in partners' capital for the years then ended. Our examinations were made in accordance with generally accepted auditing standards and, accordingly, included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

As more fully discussed in Note 6 of the accompanying financial statements, the Federal Communication Commission (FCC) transfer of the station's permanent broadcast license has been contested by a third party. Although the Partnership believes that the FCC's initial transfer will not be overturned, if the Partnership is not allowed to obtain a permanent license, it may be unable to continue in existence.

In our opinion, subject to the effects of the outcome of the uncertainty referred to in the preceding paragraphs, the financial statements referred to above present fairly the financial position of Astroline Communications Company Limited Partnership as of December 31, 1986 and 1985 and the results of its operations and the changes in its financial position for the years then ended, in conformity with generally accepted accounting principles applied on a consistent basis.

April 29, 1987.

RC 006644

PB 004748

RC 006645

ASTROLINE COMMUNICATIONS COMPANY LIMITED PARTNERSHIP

BALANCE SHEETS - DECEMBER 31, 1986 AND 1985

ASSETS

	1986	1985
CURRENT ASSETS:		
Cash	$ 69,394	$ 101,386
Accounts receivable, less allowance for doubtful accounts of $55,024 in 1986 and $10,472 in 1985	389,378	149,114
Deposits (Note 5)	40,882	286,323
Program broadcast rights--current portion (Notes 2 and 5)	3,671,750	4,360,000
Prepaid expenses and other current assets	207,842	124,470
Total current assets	$ 4,379,246	$ 5,021,293
PROPERTY AND EQUIPMENT, at cost (Notes 2 and 5):		
Land	$ 178,979	$ 178,979
Buildings and improvements	1,692,986	822,075
Broadcasting, office and other equipment	3,639,332	2,363,664
Capitalized leases	59,051	59,051
	$ 5,570,348	$ 3,423,769
Less- Accumulated depreciation	(1,219,383)	(402,942)
	$ 4,350,965	$ 3,020,827
Construction-in-progress (Note 5)	1,782,275	1,293,493
Net property and equipment	$ 6,133,240	$ 4,314,320
OTHER ASSETS:		
Broadcast license, net of accumulated amortization of $67,932 in 1986 (Notes 1, 2 and 6)	$ 2,649,345	$ 2,717,277
Organizational costs, less accumulated amortization of $11,400 in 1986 and $5,700 in 1985 (Note 2)	17,100	22,800
Program broadcast rights, less current portion (Notes 2 and 5)	4,270,151	4,002,058
Deposits and other assets	270,900	270,900
	$ 7,207,496	$ 7,013,035
Total assets	$17,719,982	$17,149,448

LIABILITIES AND PARTNERS' CAPITAL

	1986	1985
CURRENT LIABILITIES:		
Program broadcast rights payable (Notes 2 and 5)	$ 4,091,882	$ 3,471,613
Accounts payable and accrued liabilities	1,932,209	851,365
Current portion of capital leases (Note 4)	11,831	9,220
Total current liabilities	$ 6,035,922	$ 4,332,198
LONG-TERM DEBT:		
Note payable (Note 3)	$ 2,366,915	$ 2,560,679
Capital lease, net of current portion (Note 4)	30,548	42,379
	$ 2,397,463	$ 2,603,058
OTHER NONCURRENT LIABILITIES:		
Program broadcast rights payable, less current portion (Notes 2 and 5)	$ 4,455,466	$ 5,621,213
COMMITMENTS AND CONTINGENCIES (Note 5 and 6)		
PARTNERS' CAPITAL (Note 1):		
Limited partners	$ 5,028,559	$ 4,707,679
General partners	(197,428)	(114,700)
	$ 4,831,131	$ 4,592,979
Total liabilities and partners' capital	$17,719,982	$17,149,448

The accompanying notes are an integral part of these financial statements.

PB 004749

ASTROLINE COMMUNICATIONS COMPANY LIMITED PARTNERSHIP

STATEMENTS OF OPERATIONS

FOR THE YEARS ENDED DECEMBER 31, 1986 AND 1985

	1986	1985
REVENUES, net of agency commissions	$ 1,239,635	$ 200,089
EXPENSES:		
Programming and technical (including amortization of broadcast rights)	$ 5,334,059	$ 1,925,585
Selling and marketing	1,741,340	969,501
General and administrative	1,471,042	1,464,508
Depreciation (Note 2)	816,441	398,051
Amortization (Note 2)	73,632	5,700
Net trade (Note 2)	73,390	29,503
	$ 9,509,904	$ 4,792,848
	$(8,270,269)	$(4,592,759)
Other income	$ 10,115	$ 19,510
Interest expense (Notes 1, 3 and 4)	(12,693)	(417,806)
Net loss	$(8,272,847)	$(4,991,055)

The accompanying notes are an integral part of these financial statements.

RC 006646

PB 004750

ASTROLINE COMMUNICATIONS COMPANY LIMITED PARTNERSHIP

STATEMENTS OF CHANGES IN PARTNERS' CAPITAL

FOR THE YEARS ENDED DECEMBER 31, 1986 AND 1985 (Note 1)

	Limited Partners' Capital	General Partners' Capital	Total Partners' Capital
BALANCE, January 1, 1985	$ (150,456)	$ (64,510)	$ (214,966)
Capital contributions	9,800,000	-	9,800,000
Net loss	(4,941,145)	(49,910)	(4,991,055)
Less- Notes receivable	(720)	(280)	(1,000)
BALANCE, December 31, 1985	$ 4,707,679	$(114,700)	$ 4,592,979
Capital contributions	8,510,999	-	8,510,999
Net loss	(8,190,119)	(82,728)	(8,272,847)
BALANCE, December 31, 1986	$ 5,028,559	$(197,428)	$ 4,831,131

The accompanying notes are an integral part of these financial statements.

RC 006647

PB 004751

ASTROLINE COMMUNICATIONS COMPANY LIMITED PARTNERSHIP

STATEMENTS OF CHANGES IN FINANCIAL POSITION

FOR THE YEARS ENDED DECEMBER 31, 1986 AND 1985

	1986	1985
CASH WAS USED FOR:		
Operations-		
Net loss	$(8,272,847)	$ (4,991,055)
Items not requiring the use of cash-		
Depreciation	816,441	398,051
Program amortization	3,815,523	1,220,242
Amortization of other assets	73,632	5,700
Cash used for operations	$(3,567,251)	$ (3,367,062)
OTHER USES OF CASH:		
Purchases of property and equipment	(2,635,361)	(4,688,624)
Increase in accounts receivable, net	(240,264)	(148,478)
Increase in prepaid expenses and other current assets	(83,372)	(124,470)
Increase in deposit on Avon site (Note 5)	-	(100,000)
Increase in other deposits	-	(42,475)
Cash investments in programming including deposits	(3,140,124)	(1,700,547)
Increase in license and organizational costs	-	(2,745,777)
Decrease in note payable and capital lease obligation	(202,984)	-
Total uses of cash	$(9,869,356)	$(12,917,433)
CASH WAS PROVIDED BY:		
Capital contributions by limited partners	$ 8,510,999	$ 9,800,000
Increase in accounts payable and accrued liabilities	1,080,924	577,565
Increase in note payable	-	2,560,679
Increase in capital lease obligation	-	51,599
Decrease in deposits	245,441	-
Total cash provided	$ 9,837,364	$ 12,989,843
INCREASE (DECREASE) IN CASH DURING THE YEAR	$ (31,992)	$ 72,410
BEGINNING CASH BALANCE	101,386	28,976
ENDING CASH BALANCE	$ 69,394	$ 101,386

RC 006648

The accompanying notes are an integral part of these financial statements.

PB 004752

ASTROLINE COMMUNICATIONS COMPANY LIMITED PARTNERSHIP

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 1986

(1) Organization

Astroline Communications Company Limited Partnership (the Partnership) is a Massachusetts limited partnership which was organized in May 1984 to purchase the license of, and operate an independent UHF station (the Station) in Hartford, Connecticut. The license and certain assets (primarily land, a transmitter building and a tower) were purchased by the Partnership in January 1985 for approximately $3,080,000. The purchase was financed by a capital contribution of $519,321 from the limited partners and the issuance of a $2,560,679 note to the seller. The Partnership also purchased a studio building for $526,525 financed by a capital contribution from the limited partners.

The Federal Communications Commission (FCC) approved the transfer of the license to the Partnership, but such approval has been appealed by a dissenting outside party (see Note 6). The FCC has awarded the Partnership a special temporary license, with the current license due to expire April 1, 1989, subject to the outcome of the appeal noted above.

The capital and operating needs of the Partnership have been financed primarily through capital contributions from certain of the limited partners.

Profits, losses and cash flow are allocated 99% to the limited partners as a class and 1% to the general partners as a class until the limited partners are repaid their capital contributions, plus a return (based on the prime interest rate) on any contributions funded by the limited partners. The total amount contributed to the Partnership by the limited partners was $18,310,999.

Subsequent to these distributions, the two individual general partners will receive a priority distribution of $1,000,000, after which all further profits, losses and cash flow will be allocated in accordance with the ownership percentages in the Partnership agreement.

RC 006649

(1) Organization (Continued)

The limited partners have a 72% ownership in the Partnership with the remaining 28% ownership allocated to the general partners.

(2) Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Partnership are presented using the accrual basis of accounting. No provision has been made for federal or state income taxes in the financial statements of the Partnership, as the partners are required to report on their individual income tax returns their allocable share of income, gains, losses and credits of the Partnership. The Partnership will files its tax returns on the accrual basis.

Trade and Barter Transactions

The Partnership engages in trade and barter transactions whereby advertising time is exchanged for merchandise or services or as part of a syndicated program arrangement. Such transactions are recorded at the estimated fair value of the merchandise or service received to the extent these values can be determined. The Partnership does not value the programming time exchanged in connection with syndicated program barter transactions as the values are not determinable.

Trade revenues are recorded during the period the advertising is aired while trade expenses are recorded during the period the merchandise or service is received. At the end of a reporting period, a liability (deferred income) is recorded if the value of merchandise or services received exceeds the value of broadcast time provided. Conversely, a receivable is recorded if the value of broadcast time aired exceeds the value of merchandise or services received.

RC 006650

(2) Significant Accounting Policies (Continued)

Program Broadcast Rights

The Partnership purchases the rights to televise certain program series and feature films. The contracts provide for a specified number of runs or unlimited runs over the contract life (approximately one to three years). The cost of these rights is charged to expense based on formulas that generally allocate a greater portion of the cost to the initial run and lesser portions to subsequent runs. The estimated cost of existing program broadcast rights to be charged to expense within one year has been included in current assets; amounts due within one year for program broadcast rights are included in current liabilities.

Depreciation

The Partnership provides for depreciation using accelerated methods of depreciation and charges the costs of property and equipment to expense over their estimated useful lives. The estimated useful life for each asset group is as follows:

	Life in Years
Buildings and improvements	18-19
Broadcasting, office and other equipment	5

Amortization

The Partnership is amortizing the broadcast license over a 40-year period and organizational costs over a five-year period.

(3) Long-Term Debt

In connection with the purchase of the assets of the Station, the Partnership issued a note in the principal amount of $2,560,679 to the former licensee, payable in 120 consecutive monthly installments, including interest, of approximately $33,958. Interest shall begin to accrue at 12% per year at such time as a final, uncontested FCC license is obtained and the monthly payments

RC 006651

PB 004755

(3) Long-Term Debt (Continued)

will commence one month thereafter (see Note 6). The entire balance of the note has been reflected as long-term at December 31, 1986. The note is secured by a mortgage on certain real estate in Avon, Connecticut.

In 1986, the Partnership offset payments for property taxes on the property in Avon, Connecticut, which arose prior to the acqusition of the license, against the note payable described above.

(4) Capital Leases

The Partnership has accounted for the leases of certain assets as capital leases whereby the assets are capitalized along with the related liabilities. The balance at December 31, 1986 was as follows:

Cost	$ 59,051
Accumulated depreciation	(21,849)
Net book value	$ 37,202

Minimum future lease payments under capital lease obligations as of December 31, 1986 are as follows:

1987	$ 18,123
1988	16,076
1989	14,004
1990	9,445
	$ 57,648
Less- Amount representing interest costs	(15,269)
Present value of net minimum lease payments	$ 42,379

RC 006652

PB 004756

(5) Commitments and Contingencies

Programming Commitments

The Partnership has entered into agreements for the rights to air certain programming beginning in 1987 through 1989. The cost of these agreements will be $7,803,000. Deposits made pursuant to these commitments for programming available in 1987 are reflected as current assets, and in 1988 and beyond, are included in noncurrent assets.

The Partnership has provided a letter of credit as collateral for performance in connection with a portion of its sports programming. The remaining amount available under the letter of credit was $612,700 as of December 31, 1986.

Construction Commitments

The Partnership is in the process of constructing a new tower site and purchasing certain remaining technical equipment along with a new antenna. Remaining commitments related to these projects are $1,225,000.

Operating Leases

The Partnership leases certain assets under operating leases that expire at various dates through 1988. The rental expense related to these leases in 1986 aggregated $9,996. The remaining commitments for these leases are as follows:

1987	$ 9,996
1988	6,036
	$16,032

RC 006653

PB 004757

(6) Litigation

A third party has brought a legal action against the FCC seeking to overturn the FCC's order approving the transfer of the permanent license to operate the station to the Partnership. Arguments have been presented to the Circuit Court of Appeals for the District of Columbia and a decision is expected in the near future. The FCC has recently reconfirmed its position that the Partnership should retain the license and has urged the court of appeals to affirm this decision. The Partnership has filed as an intervener in the case and is vigorously defending its position and expects to be ultimately awarded a permanent license.

In addition, the Partnership has been sued by the seller of the original license for nonpayment of the principal and interest on the note payable issued in connection with the sale (see Notes 1 and 3). The Partnership contends that payment of the note is contingent upon both settlement of the litigation described in the previous paragraph and final assignment of the license to the partnership. The parties have agreed to refrain from any further proceedings until 60 days after the Circuit Court decision.

RC 006654

CERTIFICATE OF SERVICE

I, Margie Sutton Chew, a secretary in the law firm of Fisher Wayland Cooper Leader & Zaragoza L.L.P., do hereby certify that true copies of the foregoing **"PETITION FOR EMERGENCY RELIEF AND STAY OF PROCEEDINGS"** was sent this 25th day of July, 1997, by first class United States mail, postage prepaid, to the following:

*The Honorable John M. Frysiak
Federal Communications Commission
2000 L Street, N.W.
Room 222
Washington, D.C. 20554

*James Shook, Esq.
Catherine Withers, Esq
Federal Communications Commission
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Washington, D.C. 20036

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Washington, D.C. 20005-3317

Howard A. Topel, Esq.
Fleischman & Walsh, L.L.P.
1400 16th Street, N.W.
Washington, D.C. 20036

Margie S. Chew
Margie S. Chew

* VIA HAND-DELIVERY

BEFORE THE

RECEIPT COPY

Federal Communications Commission

WASHINGTON, D.C.

In re Applications of	)	MM Docket No. 97-128
	)	
Martin W. Hoffman, Trustee-in-Bankruptcy for Astroline Communications Company Limited Partnership	)	File No. BRCT-881202KF
	)	RECEIVED
For Renewal of License of Station WHCT-TV, Hartford, Connecticut	)	AUG 15 1997
	)	FEDERAL COMMUNICATIONS COMMISSION OFFICE OF THE SECRETARY
and	)	
	)	
Shurberg Broadcasting of Hartford	)	File No. BPCT-831202KF
	)	
For Construction Permit for a New Television Station to Operate on Channel 18, Hartford, Connecticut	)	

To: The Honorable John M. Frysiak
Administrative Law Judge

CONSOLIDATED REPLY OF RICHARD P. RAMIREZ TO COMMENTS OF MASS MEDIA BUREAU AND OPPOSITION OF SHURBERG BROADCASTING OF HARTFORD

Respectfully submitted,

RICHARD P. RAMIREZ

Kathryn R. Schmeltzer
C. Brooke Temple III
Colette M. Capretz

Counsel for Richard P. Ramirez

FISHER WAYLAND COOPER
LEADER & ZARAGOZA L.L.P.
2001 Pennsylvania Avenue, N.W.
Suite 400
Washington. D.C. 20006-1851
(202) 659-3494

Dated: August 15, 1997

SUMMARY

The relief requested in Richard P. Ramirez's Petition for Emergency Relief and Stay of Proceedings must be granted. The facts in this case establish that the Presiding Judge should stay this proceeding, delete the misrepresentation issue, and then certify the proceeding to the Commission for its reconsideration of the applicability of the Second Thursday doctrine. It is undisputed that Ramirez's representations to the Commission regarding his 21% ownership of Astroline Communications Company Limited Partnership ("ACCLP") always matched the 21% interest reflected in the limited partnership agreement of ACCLP -- the document that governed his interest level. Moreover, the U.S. Bankruptcy Court, District of Connecticut, confirmed that Ramirez held a 21% ownership interest in ACCLP. Furthermore, the U.S. Bankruptcy Court, District of Connecticut concluded that Ramirez fully controlled ACCLP based on the same factors that the Commission would review if it were to investigate a control issue. In short, the instant proceeding, if permitted to go forward, would needlessly re-litigate matters that have already been addressed.

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BEFORE THE

Federal Communications Commission

WASHINGTON, D.C.

In re Applications of	)	MM Docket No. 97-128
	)	
Martin W. Hoffman, Trustee-in-Bankruptcy for Astroline Communications Company Limited Partnership	)	File No. BRCT-881202KF
For Renewal of License of Station WHCT-TV, Hartford, Connecticut	)	
and	)	
Shurberg Broadcasting of Hartford	)	File No. BPCT-831202KF
For Construction Permit for a New Television Station to Operate on Channel 18, Hartford, Connecticut	)	

To: The Honorable John M. Frysiak
Administrative Law Judge

CONSOLIDATED REPLY OF RICHARD P. RAMIREZ TO COMMENTS OF MASS MEDIA BUREAU AND OPPOSITION OF SHURBERG BROADCASTING OF HARTFORD

Richard P. Ramirez ("Ramirez"), by his attorneys, hereby submits his Consolidated Reply to the Comments filed by the Mass Media Bureau (the "Bureau") concerning Ramirez's Petition for Emergency Relief and Stay of Proceedings (the "Petition") and to the Opposition filed by Shurberg Broadcasting of Hartford ("Shurberg") to the Petition.[1] As demonstrated

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[1] Martin W. Hoffman, Trustee-in-Bankruptcy for Astroline Communications Company Limited Partnership (the "Trustee"), the current licensee of Station WHCT-TV, Hartford,
(continued...)

herein. Ramirez respectfully submits that there are unique and compelling reasons for the grant of his Petition.

I. RAMIREZ'S PETITION SHOULD BE CONSIDERED BY THE PRESIDING JUDGE

1. As the Bureau correctly observes, Ramirez has expressly requested the Presiding Judge to delete the misrepresentation issue. The Bureau contends that motions to delete must be filed within 15 days after Federal Register publication which in this case occurred on June 9, 1997. Bureau Comments at 4. Thus, it is the Bureau's position that Ramirez's petition was due on June 24, 1997.

2. Since Ramirez was not granted leave to intervene until Friday June 20, 1997,[2] under the Bureau's theory, assuming, *arguendo*, that Ramirez had notice that intervention had been granted on June 20th, he would have had only two business days in which to prepare and file his petition. Perhaps the Bureau's position is that Ramirez should have prepared his petition prior to having been granted intervention status. However, there is no Commission requirement to that effect, and it would be extremely unfair and burdensome to require intervenors to prepare pleadings in anticipation of being granted leave to participate when such participation could be denied. Moreover, the Bureau's argument is particularly unfair because Shurberg had urged the Judge to deny Ramirez's request for intervention. Under these circumstances, there is good

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[1] (...continued)
Connecticut and Two If By Sea Broadcasting Corporation ("TIBS"), the proposed assignee of Station WHCT-TV, have both filed Comments in support of Ramirez's petition.

[2] In fact, Ramirez did not learn that intervention had been granted until June 24, 1997.

cause for consideration of Ramirez's Petition for Emergency Relief and Stay of Proceedings.[3]

II. THIS CASE FALLS SQUARELY WITHIN COMMISSION CASE PRECEDENT PERMITTING THE DELETION OF AN ISSUE

3. The Bureau argues that "an issue will not be deleted absent a compelling showing of unusual circumstances such as where the Commission overlooked or misconstrued pertinent information before it at the time of designation." Bureau Comments at 3-4 (citing Post-Newsweek Stations, Florida, Inc., 52 F.C.C. 2d 883, 885 (Rev. Bd. 1975)). This case presents those very circumstances. The HDO only speaks of Shurberg's "allegations" and completely overlooks the fact that those allegations were extensively litigated.[4] Now, the Bureau has exacerbated this error by filing Comments against Ramirez's Petition despite admitting to not being "conversant with the bankruptcy trial record." See Mass Media Bureau's Comments on Petition for Modification of Procedural Dates at 2. Ramirez has met the test of demonstrating "compelling showing of unusual circumstances." Indeed, it is hard to imagine a more unusual situation. The Commission traditionally respects the judgments of other courts and eschews attempts to relitigate allegations that have already been adjudicated.[5] See, e.g., Town of

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[3] Shurberg erroneously treats Ramirez's Petition as a petition for reconsideration of the Hearing Designation Order ("HDO") and claims that such petitions will not normally be entertained and Ramirez should have acted earlier. Shurberg refers to a letter addressed to Shurberg and TIBS, dated January 30, 1997. The letter was neither addressed to Ramirez nor served on him. Ramirez had no notice of this proceeding until the release of the HDO and he timely sought leave to intervene. In any event, Shurberg has failed to address the fact that the Presiding Judge does have the authority to delete an issue.

[4] Although copies of the bankruptcy court decision may have been provided to the Commission as an attachment to a pleading shortly before designation, there is no evidence in the HDO that the Commission accounted for the decision in designating the instant matters for hearing.

[5] Shurberg complains that it was not a party to the adversary bankruptcy proceeding. However, Shurberg has claimed to be a "creditor" of the bankrupt estate and, as such, was (continued...)

Deerfield, New York, 992 F.2d 420 (1993).

III. THE ISSUE IN THIS CASE HAS ALREADY BEEN FULLY LITIGATED BEFORE AND DECIDED BY THE CIVIL COURTS

4. In its HDO, the Commission did not address the fact that the civil courts have already fully examined the same allegations that Shurberg raised at the FCC. After considering all the evidence, which included extensive depositions and witness testimony as well as over 300 trial exhibits dealing with both the ownership of Astroline Communications Company Limited Partnership ("ACCLP") and its control by Ramirez, the U.S. Bankruptcy Court for the District of Connecticut concluded that the activities of Astroline Company, the limited partner of ACCLP, did not constitute the exercise of the powers of a general partner. Hoffman v. WHCT Management, Inc. (In re Astroline Communications Co. Ltd. Partnership), 188 B.R. 98 (Bankr.D.Conn. 1995) ("Hoffman").[6] The court found that only Ramirez acted as a general partner and that Ramirez was in full control of the management and operations of ACCLP. Hoffman at 105-6. In short, the court stated that it would have to "engage in conjecture and surmise to find any control of [the] day-to-day operation of the Channel 18 television station" by Astroline Company or its principals and that as managing general partner, Ramirez exercised fully his powers as such. Id.

5. The Bureau and Shurberg attempt to argue that the focus of the bankruptcy proceeding was limited in nature. That is simply not the case. First, the allegations that Shurberg presented to the Commission were the same allegations as the Trustee advanced in the court litigation. Second, there was extensive discovery in the bankruptcy court proceeding

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[5] (...continued) undoubtedly aware of that proceeding.

[6] See Attachment A to Ramirez's Petition.